

***CONSTITUTION
OF THE
GODDARD SPACE
FLIGHT CENTER
WALLOPS EXCHANGE
AND
MORALE ASSOCIATION***

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**ARTICLE I
NAME**

This organization will be known as the Wallops Exchange and Morale Association, hereinafter referred to as WEMA.

**ARTICLE II
PURPOSE AND POLICY**

SECTION 1 - The purpose of WEMA is to promote the social, athletic, educational, cultural and other interests of its members and to achieve active employee participation in the establishment and operation of authorized activities. To this end, WEMA will encourage and support the organization of group activities and functions at Goddard Space Flight Center's Wallops Flight Facility (GSFC's WFF) dedicated to these interests.

SECTION 2 - It will be the policy of WEMA to conduct its activities in such a manner as to stimulate and strengthen the morale of GSFC's WFF employees.

SECTION 3 - All net income and donations will be available for the current operating expenses and fixed charges of WEMA. Any surplus funds remaining will constitute a reserve fund and be available for WEMA purposes. Such reserve fund will not be allowed to exceed such sum as is reasonably necessary for planning and maintaining the affairs of WEMA on a sound financial basis and for adequately taking care of existing and proposed activities.

ARTICLE III MEMBERSHIP

All GSFC's WFF civil service employees, active and retired, and their dependent children, spouses, and parents are members of WEMA and are eligible to receive the benefits and privileges it extends. Upon the death of an active employee, the surviving spouse and minor children will be considered as members until the marital status of the spouse changes. However, only full-time GSFC civil service employees are eligible for voting or holding an office on the Executive Council. Contractors and their families are extended an Associate membership. Associate members shall be eligible for membership in clubs, service on committees and attendance of special events insofar as permitted by facility security and safety regulations. They may not serve on the WEMA Executive Council, be entrusted with WEMA funds or obligate WEMA or the United States Government in any way associated with this organization.

ARTICLE IV ADMINISTRATION AND ORGANIZATION

SECTION 1 - ADMINISTRATION. WEMA will be administered by an Executive Council representing the GSFC's WFF employees.

SECTION 2 - APPOINTMENT OF EXECUTIVE COUNCIL. The WEMA Executive Council will consist of no fewer than six members appointed by the Center Director. Members of the Council will carry out their responsibilities and perform their functions in addition to other duties.

SECTION 3 - REPLACEMENT OF COUNCIL MEMBERS NOT COMPLETING FULL TERM. In the event an appointed representative terminates employment, or resigns from the Council, the Center Director shall appoint an employee to complete the unexpired term of office.

SECTION 4 - OFFICERS OF THE EXECUTIVE COUNCIL. The officers are: chairperson, vice chairperson, exchange operations manager, morale activities manager, treasurer, and executive secretary.

SECTION 5 - TERM OF OFFICE OF THE EXECUTIVE COUNCIL. To assure continuity in the conduct of business, initial appointments of the chairperson, exchange manager, and executive secretary will be for a 3-year term; the vice chairperson, morale activities manager, and treasurer will be appointed for a 2-year term. After the initial appointments, all the terms of office will begin on January 1, for a period of 2 years each. Present membership will serve until members are appointed in accordance with the procedures stated above. A listing of the council members will be forwarded to the Center Director.

SECTION 6 - MEETINGS OF THE EXECUTIVE COUNCIL. The Council will meet at the call of the chairperson or at the request of at least three members of the Council. Two-thirds of the Council will constitute a quorum. Minutes of all Council meetings will be prepared and distributed to the Council members, WEMA Management Advisor, and the Center Director, by the executive secretary.

SECTION 7 - RESPONSIBILITIES OF THE EXECUTIVE COUNCIL. The Council will be responsible for the business and financial management of WEMA and policies governing its activities. It shall be responsible for the operation of the cafeteria, Rocket Club, dormitories, vending facilities, exchange store, Gift Shop, recreational facilities and any clubs to be established in the buildings and on the grounds occupied by GSFC's WFF. In carrying out this responsibility, the Council, as authorized by NPD 9050.6, may enter into contracts and will make such expenditures, employ such personnel, establish such reserves, and perform such other functions as may be necessary for the efficient and proper operation of WEMA activities. Contracts negotiated by the Council must receive concurrence of the GSFC Office of Chief Counsel; approval by the Director of the GSFC and the NASA Comptroller, NASA Headquarters, before being awarded.

SECTION 8 - DUTIES OF THE OFFICERS OF THE EXECUTIVE COUNCIL.

- a. The chairperson will preside at the Executive Council meetings and shall perform such other duties as may evolve upon the office and as the Center Director may further designate. The chairperson shall submit an annual report on Council activities to the Center Director, including plans for the next fiscal year and a copy of the annual report to the Office of Management Systems and Facilities and the Office of Financial Management, NASA Headquarters.
- b. In case of the absence of the chairperson, the vice chairperson will assume the duties of the chairperson during his/her absence, and perform other duties as the chairperson of the Council may designate.
- c. The exchange operations manager will be responsible for the efficient operation of the food services, Rocket Club, dormitories, Exchange Store, Gift Shop, vending machines and conference support. The exchange operations manager shall assure that all such operations are considered to be in the best interests of GSFC's WFF employees and in compliance with the Randolph Sheppard Act, and that all reports are prepared as required. The exchange operations manager shall be responsible for seeing to it that bank statements and cancelled checks are reviewed and for reviewing the bank reconciliations after they are prepared. The exchange operations manager will be custodian of all funds and securities belonging to the Exchange and may deposit said funds in the NASA Federal Credit Union, a local bank insured by the Federal Deposit Insurance Corporation, or a federal savings and loan institution insured by the Federal Savings and Loan Insurance Corporation. The deposit in any of the aforementioned institutions will not exceed the amount covered by the Federal Deposit Insurance. The exchange operations manager will keep an itemized record in permanent files of all receipts and expenditures and will turn over to the successor, prior to

vacating office, all monies and records pertaining to the office and take a receipt. All accounts will be maintained and audited in conformance with NPD 9050.6.

- d. The morale activities manager will be responsible for the interface between the Executive Council and the morale activities committee and serves as the primary point of contact with employee clubs recognized by the Executive Council. The morale activities manager will assure that all recognized clubs are properly chartered and organized, and that club sponsorship has been approved by a majority vote of the Executive Council, and that all clubs will be self-supporting. The morale activities manager will also assure that all clubs receiving grants, loans, or use of equipment and facilities submit periodic financial and activity reports to the Executive Council, in no case less than on a quarterly basis.
- e. The treasurer will assure that an annual audit of all WEMA financial records is accomplished annually in accordance with provisions as set forth in Article X of this constitution and shall provide financial advice and assistance to WEMA committees and clubs, as are necessary and proper for their function.
- f. The executive secretary will keep the minutes of all executive council meetings, preserve the necessary records and files created by WEMA, assist the chairperson in notifying council members of scheduled meetings and prepare and distribute minutes of Council meetings, as set forth in Section 6. Minutes of the meetings shall be kept on file.

ARTICLE V COMMITTEES

SECTION 1 - COMMITTEES. WEMA will be composed of a standing Morale Activities Committee and other committees the Executive Council may from time to time wish to establish.

Bylaws, for all committees, approved by the Executive Council, shall be written setting forth organization, membership, terms of office, etc., to assure a properly functioning committee.

Membership of the Morale Activities Committee will be by election.

SECTION 2 - MEETINGS OF THE COMMITTEES. The committees will meet on dates determined by the committee chairperson, or at the call of the chairperson of the Executive Council. The presence of a majority of each committee's membership will constitute a quorum.

SECTION 3 - MORALE ACTIVITIES COMMITTEE. The Morale Activities Manager will serve as committee chairperson. This committee will be organized to support social, athletic, educational, cultural, and other interests of WEMA members, and to stimulate and strengthen their morale. This committee will also be responsible for the maintenance, upkeep, and safety of athletic and recreational facilities. The Committee will perform periodic inspections, make recommendations regarding maintenance and repair work to be performed, and submit an annual

budget to the Council, prior to August 1 each year. The Committee also will make recommendations to the Council on new or additional facilities for sponsored activities and direct the planning, design, and construction of such facilities when approved by appropriate authority as outlined in NPD 9050.6.

The treasurer of the Morale Activities Committee will be custodian of all funds and securities belonging to the Morale Activities Committee. The treasurer shall deposit funds in a single account in the NASA Federal Credit Union, a local bank insured by the Federal Deposit Insurance Corporation, or a federal savings and loan institution insured by the Federal Savings and Loan Insurance Corporation. The deposit in any of the aforementioned institutions will not exceed the amount covered by the Federal Deposit Insurance. The treasurer will keep an itemized record in permanent files of all receipts and expenditures and will turn over to the treasurer's successor, prior to vacating office, all monies and records pertaining to the office and take a receipt. All accounts will be maintained and audited in conformance with NPD 9050.6.

SECTION 4 - SPECIAL EVENTS. In addition to the committees authorized above, special events committees may be established by the Executive Council. In such cases, the chairperson of the Executive Council may designate one of the Council members to serve as chairperson, or may designate some other WEMA member to serve as chairperson, until the special event shall have been accomplished. In all such cases, these events must have the approval of a majority of the Executive Council and be self-supporting.

ARTICLE VI CLUBS

SECTION 1 – RECOGNITION. In furthering the social, athletic, educational, cultural, and welfare interests of WEMA members, WEMA recognizes the value of individual employee groups organized to pursue specific interests. While employees are free to develop their own group activities independent of WEMA, such interests may be enhanced by provision of Goddard support such as equipment and facilities. Therefore, WEMA will recognize employee clubs which meet the following conditions. However, WEMA shall not be responsible for the conduct or activities of any recognized Club, and each Club shall have the status of a private association and not be an instrumentality of the federal government.

SECTION 2 – ESTABLISHMENT. All clubs expecting WEMA support, including use of facilities, must be formally recognized by the Morale Activities Committee and approved by the WEMA Council. Any group of five or more WEMA members or associate members desiring to establish such a club shall provide, in writing, to the WEMA Council a constitution/bylaws for approval. A statement is submitted covering the proposed club, its functions, administration, operations, budget, dues, and an indication of the financial and facilities support required from WEMA.

Each Club shall select from its membership, at a minimum, a president, vice president and treasurer. One of these officers must be a Goddard civil servant. Recognition of the club by the Council will be by majority vote. It is WEMA policy that all clubs will be self-supporting.

SECTION 3 – GUESTS. Guests are defined as those persons not WEMA members or associate members. As such, guests are invited observers or participants in club activities, on a one time, repeating or continuing basis, but shall have no vote in the establishment of club policy or decisions. The presence of guests on the facility is governed by rules set forth by NASA and enforced by safety and security personnel. WEMA, the clubs and guests shall comply with all pertinent regulations.

SECTION 4 – RESPONSIBILITIES. Any clubs who use capital equipment charged to WEMA shall have an active Property Administrator who shall be responsible for property accountability and for maintaining required documentation. The Property Administrator must be a Goddard civil servant. Clubs must submit annually a copy of their constitution/bylaws, dues, membership rolls, and a proposed budget to the MAC Chairperson. Each Club shall submit monthly reports of finances and activities to the MAC Chairperson.

ARTICLE VII MANAGEMENT REPRESENTATION

The Center Director may at any time appoint a special representative to attend any or all Executive Council or committee meetings of WEMA in a nonvoting advisory capacity.

ARTICLE VIII RULES OF ORDER

All Council meetings shall be governed by "Robert's Rules of Order, Revised," where not in conflict with the provisions of the Constitution or Bylaws of WEMA.

ARTICLE IX COMPENSATION

WEMA Council and Morale Activities Committee members shall serve without compensation from WEMA for their services.

ARTICLE X FISCAL REQUIREMENTS

SECTION 1 - The WEMA Treasurer shall assure that financial records of WEMA are audited annually by an independent auditor in accordance with Government Auditing Standards (GAS), and a written report is submitted to the Council. Copies of a consolidated September 30 Exchange balance sheet and income statement, with supporting financial statements for each element, and the annual audit report shall be submitted to the Center Chief Financial Officer by December 31.

SECTION 2 - Any officer, agent, or employee of WEMA charged with responsibility for the custody of any of its funds or property, may be bonded in such sum and with such surety as also determined by the Executive Council.

ARTICLE XI INSURANCE

The Executive Council shall obtain liability insurance in such amounts and such nature as it and the Installation Director may from time to time determine, provided that the Associate Administrator/NASA Comptroller may set minimum requirements for such insurance. The United States shall be named as an additional insured in all liability insurance policies obtained by the Exchange. The Executive Council shall retain the right to require liability insurance for any activity in amounts it deems appropriate.

ARTICLE XII AMENDMENTS

Any member may petition to have the Constitution amended.

- a. Proposed amendments to the Constitution must be submitted to the Council in writing.
- b. Amendments shall be offered at a regular meeting of the Council, where they will be discussed and then held over without action until the next regular meeting. If approved by three-fourths of the members of the Council, they shall be submitted to the Center Director for approval. Upon approval, the Constitution will be considered to be amended. The Office of Management Systems and Facilities, NASA Headquarters, will be advised of amendments prior to their implementation.

**PERMIT
TO THE
WALLOPS EXCHANGE AND MORALE ASSOCIATION**

I. USE OF FACILITIES AND EQUIPMENT

- a. WEMA is hereby granted this permit to provide certain facilities for the convenience, comfort, recreation, and welfare of employees of GSFC's WFF, Wallops Island, Virginia, and for the promotion of morale and efficiency, by the use of areas on the premises occupied by GSFC's WFF for the furnishing of eating facilities (such as snack bars, vending machines, cafeterias, and dining areas) and welfare and recreational facilities, and to provide for the operations of such facilities in accordance with the terms and conditions of this permit, and NPD 9050.6.
- b. WEMA shall have the use of GSFC's WFF equipment needed for the various activities covered by this permit and shall maintain such equipment. In the event the GSFC's WFF equipment becomes obsolete or unserviceable, WEMA may make necessary replacements. Equipment purchased by WEMA shall remain the property of WEMA. Government equipment or any part thereof determined to be excess, obsolete, or unserviceable, shall be returned to GSFC's WFF.

II. OPERATION AND USE OF FACILITIES

- a. WEMA shall, by contract or otherwise, operate retail exchange stores, vending machines, the Gift Shop, snack bars, cafeterias, the Rocket Club, and dining areas in the buildings occupied by GSFC's WFF. In carrying out this responsibility, WEMA is authorized to make such expenditures, employ such personnel, establish such reserves, and do such other things as may be determined to be necessary by the Executive Council.
- b. Any extensions or modifications of the present eating facilities or the establishment of new facilities for exchange activities shall be approved by the Center Director.
- c. Proper books of accounts shall be maintained by WEMA, and an annual audit of the financial operations shall be made. A copy of the annual audit report shall be transmitted to the Center Director and the NASA Comptroller.
- d. WEMA shall assume full responsibility and liability for the operating expenses of the facilities and for any and all damages to persons or property, which may occur by reason of, or be in any way attributable to the use and maintenance of the above eating and recreational facilities under the authority of this permit. WEMA shall obtain such liability insurance as may be determined by the Executive Council and the Center Director to be necessary and shall name the United States as an additional insured therein.

- e. The Center Director may issue further regulations to safeguard and otherwise protect the interests of the United States and Goddard.

III. This permit shall become effective on the date set forth below.

Signed and Accepted this ____ day of _____

A. V. Diaz
Director
Goddard Space Flight Center

Accepted:

Robert L. Nock
Chairperson
Wallops Exchange and Morale Association